

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2 HELD JULY 24, 2018

A Special Meeting of the Board of Directors of the Great Western Park Metropolitan District No. 2 (referred to hereafter as "Board") was convened on Tuesday, the 24<sup>th</sup> day of July, 2018, at 8:30 AM, at the offices of the District, 141 Union Boulevard, Suite 150, Lakewood, Colorado. The meeting was open to the public.

#### ATTENDANCE

##### Directors In Attendance Were:

Charles Church McKay  
Gregg Bradbury  
Jeffrey L. Nading  
Brandon Dooling

##### Also In Attendance Were:

Steve Beck; Special District Management Services, Inc.

Emily Murphy, Esq.; McGeady Becher P.C.

Brandon Collins and Elesha Carbaugh-Gonzales; Independent District Engineering Services, LLC (for a portion of the meeting)

Steve Nading; Board Candidate

#### DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST

The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State.

Attorney Murphy noted that a quorum was present and requested members of the Board to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Murphy noted that the Directors' Disclosure Statements for all of the Directors have been filed, and no additional conflicts were disclosed at the meeting.

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### ADMINISTRATIVE MATTERS

**Agenda:** The Board reviewed the proposed Agenda for the District's Special Meeting.

Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Agenda was approved, as amended.

**Approval of Meeting Location:** The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated location. The Board further noted that notice of the time, date and location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries.

**Cancellation of May 8, 2018 Regular Election:** Mr. Beck noted for the Board that the May 8, 2018 Directors' Election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were no more candidates than positions available on the Board of Directors. It was noted that Director Jeff Nading was deemed elected to a 4-year term ending May 2022 and Director Dooling was deemed elected to a 2-year term ending May 2020.

**Appointment of Director:** The Board discussed the qualification of Steve Nading to fill the vacant Director position.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board appointed Steve Nading to fill the vacant term until the next regular meeting. The Oath of Director was administered.

**Appointment of Officers:** The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Nading and, upon vote, unanimously carried, the following slate of officers was appointed:

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President	Gregg Bradbury
Treasurer	Jeff Nading
Secretary	Steve Beck
Assistant Secretary	Charles McKay
Assistant Secretary	Brandon Dooling
Assistant Secretary	Steve Nading

**Minutes:** The Board reviewed the Minutes from the December 6, 2017 Special Meeting.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director McKay and, upon vote, unanimously carried, the Minutes from the December 6, 2017 Special Meeting were approved.

### FINANCIAL MATTERS

**Claims:** The Board considered ratifying approval of the payment of claims as follows:

FUND	Period Ending Jan. 26, 2018	Period Ending Feb. 20, 2018	Period Ending March 22, 2018
General	\$ 6,884.65	\$ 1,277.83	\$ 1,052.19
Capital Fund	\$ 0.00	\$ 0.00	\$ 0.00
<b>Total Claims</b>	<b>\$ 6,884.65</b>	<b>\$ 1,277.83</b>	<b>\$ 1,052.19</b>

FUND	Period Ending April 25, 2018	Period Ending May 31, 2018	Period Ending June 21, 2018
General	\$ 1,297.59	\$ 545.64	\$ 9,151.84
Capital Fund	\$ 0.00	\$ 0.00	\$ 0.00
<b>Total Claims</b>	<b>\$ 1,297.59</b>	<b>\$ 545.64</b>	<b>\$ 9,151.84</b>

Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board ratified the approval of the payment of claims as presented, subject to the adjustment of the overstated Special District Management Services, Inc. invoices.

The Board considered the approval of the payment of claims for the period ending July 18, 2018 as follows:

General Fund	\$ 2,370.26
Capital Improvements Fund	\$ -0-
<b>Total Claims:</b>	<b>\$ <u>2,370.26</u></b>

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Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board approved the payment of claims for the period ending July 18, 2018.

**Unaudited Financial Statements:** Mr. Beck reviewed the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending June 30, 2018.

Following review, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the unaudited financial statements for the period ending June 30, 2018 were accepted.

**2017 Audit:** Mr. Beck discussed the 2017 Audit and Representations Letter with the Board.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, Board approved the 2017 Audit and authorized the execution of the Representations Letter, subject to final review by Legal Counsel.

**2019 Budget Preparation:** Mr. Beck reported that Fiscal Focus Partners would not be providing continuing accounting services and that all accounting services were being transitioned back to SDMSI including the preparations of budgets. The Board discussed the preparation of the 2019 Budget.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Nading and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2019 Budget.

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### **LEGAL MATTERS**

**Status of Payment of Costs Under Agreement Regarding Allocation of Development Costs (Lantana):** Attorney Murphy discussed with the Board the settlement with Taylor Morrison Homes, noting that payment is complete.

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### **OTHER BUSINESS**

None.

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### **ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Jeff Nading, seconded by Director McKay and, upon vote, unanimously carried, the meeting was adjourned.

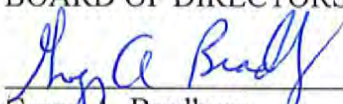
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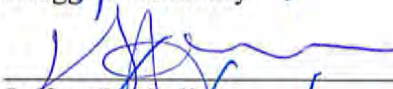
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Respectfully submitted,


By   
Secretary for the Meeting

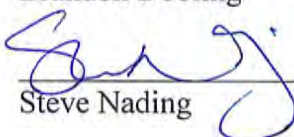
THESE MINUTES APPROVED AS THE OFFICIAL JULY 24, 2018 MINUTES  
OF THE GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2 BY THE  
BOARD OF DIRECTORS SIGNING BELOW:

  
\_\_\_\_\_  
Gregg A. Bradbury

  
\_\_\_\_\_  
Jeffrey L. Nading

  
\_\_\_\_\_  
Charles Church McKay

  
\_\_\_\_\_  
Brandon Dooling

  
\_\_\_\_\_  
Steve Nading